### FORM D

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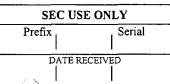
UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

#### FORM D

NOTICE OF SALE OF SECURITIES PURSUANT TO REGULATION D. SECTION 4(6), AND/OR

OBM Number: 3235-0076

Expires: May 31, 2005 Estimated Average burden hours per response ... 16.00



03055832	UNIFORM LIMITED OFFERING EXEN	APTION
	amendment and name has changed, and indicate chang LC	e.)
Filing Under (Check box(es) that apply):	☐ Rule 504 ☐ Rule 505 ☒ Rule 506 ☐	Section 4(6) AU ULOE
Type of Filing: New Filing	Filing Amendment	1000 5 6 3003 3
	A. BASIC IDENTIFICATION DATA	( 100 to 100 )
1. Enter the information requested about	the issuer	(0)
Name of Issuer (☐ check if this is an Wood Resources LLC	n amendment and name has changed, and indicate chang	
Address of Executive Offices (Number a One Sound Shore Drive, Suite 302, Gr		Telephone Number (Including Area Code) (203) 622-1094
Address of Principal Business Operations (if different from Executive Offices)	(Number and Street, City, State, Zip Code)	Telephone Number (Including Area Code)
Brief Description of Business The Company is a holding company ar plywood division of Simpson Timber (	nd through its wholly-owned subsidiary, Olympic Panel Company.	Products LLC, has purchased the assets of the
Type of Business Organization  corporation business trust	limited partnership, already formed limited partnership, to be formed	☑ other (please specify): limited liability company
Actual or Estimated Date of Incorporation	- L L	Year  0 3
Jurisdiction of Incorporation or Organiza	tion: (Enter two-letter U.S. Postal Service abbreviation CN for Canada; FN for other foreign jurisdiction	
GENERAL INSTRUCTIONS		THOMSON

FINANCIAL

#### Federal:

Who Must File: All issuers making an offering of securities in reliance on an exemption under Regulation D or Section 4(6), 17 CFR 230.501 et seq. or 15 U.S.C. 77d(6). When To File: A notice must be filed no later than 15 days after the first sale of securities in the offering. A notice is deemed filed with the U.S. Securities and Exchange Commission (SEC) on the earlier of the date it is received by the SEC at the address given below or, if received at the address after the date on which it is due, on the date it was mailed by United States registered or certified mail to that address.

Where To File: U.S. Securities and Exchange Commission, 450 Fifth Street, N.W., Washington, D.C. 20549.

Copies Required: Five (5) copies of this notice must be filed with the SEC, one of which must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

Information Required: A new filing must contain all information requested. Amendments need only report the name of the issuer and offering, any changes thereto, the information requested in Part C, and any material changes from the information previously supplied in Parts A and B. Part E and the Appendix need not be filed with the SEC.

Filing Fee: There is no federal filing fee.

This notice shall be used to indicate reliance on the Uniform Limited Offering Exemption (ULOE) for sales of securities in those states that have adopted ULOE and that have adopted this form. Issuers relying on ULOE must file a separate notice with the Securities Administrator in each state where sales are to be, or have been made. If a state requires the payment of a fee as a precondition to the claim for the exemption, a fee in the proper amount shall accompany this form. This notice shall be filed in the appropriate states in accordance with state law. The Appendix to the notice constitutes a part of this notice and must be completed.

#### ATTENTION

Failure to file notice in the appropriate states will not result in a loss of the federal exemption. Conversely, failure to file the appropriate federal notice will not result in a loss of an available state exemption unless such exemption is predicated on the filing of a federal notice.

> Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number

### A. BASIC IDENTIFICATION DATA

- 2. Enter the information requested for the following:
  - Each promoter of the issuer, if the issuer has been organized within the past five years;
  - Each beneficial owner having the power to vote or dispose, or direct the vote or disposition of, 10% or more of a class of equity securities of the issuer;
  - Each executive officer and director of corporate issuers and of corporate general and managing partners of partnership issuers; and

<ul><li>issuers; and</li><li>Each general and ma</li></ul>	naging partner of	partnership issuers.				
Check Box(es) that Apply:	⊠ Promoter	☐ Beneficial Owner	$\boxtimes$	Executive Officer	□ Director	General and/or Managing Partner
Full Name (Last name first, Bursky, Andrew M.	if individual)					
Business or Residence Addre One Sound Shore Drive	•	Street, City, State, Zip Conwich, Connecticut 0683				
Check Box(es) that Apply:	⊠ Promoter	Beneficial Owner	$\boxtimes$	Executive Officer	☑ Director	☐ General and/or Managing Partner
Full Name (Last name first, Fazio, Timothy J.	if individual)					
Business or Residence Addre One Sound Shore Drive	•	Street, City, State, Zip Conwich, Connecticut 0683				
Check Box(es) that Apply:	☐ Promoter	☐ Beneficial Owner		Executive Officer	□ Director	☐ General and/or Managing Partner
Full Name (Last name first, Wang, David J.	if individual)					
Business or Residence Addr 7036 Verde Way, Naple			ode)			
Check Box(es) that Apply:	☐ Promoter	⊠ Beneficial Owner		Executive Officer	☑ Director	☐ General and/or Managing Partner
Full Name (Last name first, Yarbrough, Richard	if individual)					
Business or Residence Addr 17421 Brookhurst Drive	•		ode)			
Check Box(es) that Apply:	Promoter	☐ Beneficial Owner		Executive Officer	⊠ Director	☐ General and/or Managing Partner
Full Name (Last name first, Richard, Larry B.	if individual)					
Business or Residence Addr 4370 E. Eaton Albany F			ode)			
Check Box(es) that Apply:	Promoter	☐ Beneficial Owner		Executive Officer	⊠ Director	☐ General and/or Managing Partner
Full Name (Last name first, Rappaport, Steven N.	if individual)					
Business or Residence Addr 40 East 52nd Street, 23n	•		ode)		-	
Check Box(es) that Apply:	☐ Promoter	⊠ Beneficial Owner		Executive Officer	☐ Director	☐ General and/or Managing Partner
Full Name (Last name first, GarMark Partners L.P.	if individual)					
Business or Residence Addr 1325 Avenue of the Am		Street, City, State, Zip C r, New York, New York		4		

(Use blank sheet, or copy and use additional copies of this sheet, as necessary)

Check Box(es) that Apply:	☐ Promoter	☐ Beneficial Owner	☐ Executive Officer	☐ Director	☐ General and/or Managing Partner
Full Name (Last name first, Atlas Wood Holdings L	•				
Business or Residence Addr One Sound Shore Drive	•	Street, City, State, Zip Conwich, Connecticut 0683	,		
Check Box(es) that Apply:	☐ Promoter	☐ Beneficial Owner	Executive Officer	☐ Director	☐ General and/or Managing Partner
Full Name (Last name first, Atlas Carry Holdings L	•				
Business or Residence Addr One Sound Shore Drive	`	Street, City, State, Zip Conwich, Connecticut 0683	,		
Check Box(es) that Apply:	☐ Promoter	⊠ Beneficial Owner	☐ Executive Officer	☐ Director	☐ General and/or Managing Partner
Full Name (Last name first, Lehigh Holdings LLC	if individual)				
Business or Residence Addr 40 East 52nd Street, 23	•		ode)		

B. INFORMATION ABOUT OFFERING		
D. M. Old MITON ABOUT OF LINE	_	
1. Has the issuer sold, or does the issuer intend to sell, to non-accredited investors in this offering?	Yes □	No ⊠
Answer also in Appendix, Column 2, if filing under ULOE.		
2. What is the minimum investment that will be accepted from any individual?	\$	0.00
3. Does the offering permit joint ownership of a single unit?	Yes ⊠	No
4. Enter the information requested for each person who has been or will be paid or given, directly or indirectly, any commission or similar remuneration for solicitation of purchasers in connection with sales of securities in the offering. If a person to be listed is an associated person or agent of a broker or dealer registered with the SEC and/or with a state or states, list the name of the broker or dealer. If more than five (5) persons to be listed are associated persons of such a broker or dealer, you may set forth the information for that broker or dealer only.		
Full Name (Last name first, if individual) None		<del></del>
Business or Residence Address (Number and Street, City, State, Zip Code)		
Name of Associated Broker or Dealer		
States in Which Person Listed Has Solicited or Intends to Solicit Purchasers  (Check "All States" or check individual States)		
Name of Associated Broker or Dealer	<u></u>	
States in Which Person Listed Has Solicited or Intends to Solicit Purchasers  (Check "All States" or check individual States)  [AL] [AK] [AZ] [AR] [CA] [CO] [CT] [DE] [DC] [FL] [GA] [HI] [ID]  [IL] [IN] [IA] [KS] [KY] [LA] [ME] [MD] [MA] [MI] [MN] [MN] [MN] [MN]  [MT] [NE] [NV] [NH] [NJ] [NM] [NY] [NC] [ND] [OH] [OK] [OR] [PA]  [RI] [SC] [SD] [TN] [TX] [UT] [VT] [VA] [WA] [WV] [WI] [WI] [PR]  Full Name (Last name first, if individual)		
Business or Residence Address (Number and Street, City, State, Zip Code)		
Name of Associated Broker or Dealer		
States in Which Person Listed Has Solicited or Intends to Solicit Purchasers         (Check "All States" or check individual States)       All States         [AL] [AK] [AZ] [AR] [CA] [CO] [CT] [DE] [DC] [FL] [GA] [HI] [ID]         [IL] [IN] [IN] [KS] [KY] [LA] [ME] [MD] [MA] [MI] [MN] [MS] [MO]         [MT] [NE] [NV] [NH] [NJ] [NM] [NY] [NC] [ND] [OH] [OK] [OR] [PA]         [RI] [SC] [SD] [TN] [TX] [UT] [VT] [VA] [WA] [WV] [WI] [WY] [PR]		<del></del>

# C. OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND USE OF PROCEEDS

1.	Enter the aggregate offering price of securities included in this offering and the total amount already sold. Enter "0" if answer is "none" or "zero." If the transaction is an exchange offering, check this box $\square$ and indicate in the columns below the amounts of the securities offered for the exchange and already exchanged.					
	Type of Security		ggregate cring Price	An	nount Alrea Sold	ıdy
	Debt	\$_	0.00	\$	0.	00
	Equity	\$ <u>4</u>	,501,000.00	\$	4,501,000.	.00
	□ Common    □ Preferred					
	Convertible Securities (including warrants)	\$	0.00	\$	0.	.00
	Partnership Interests	\$	0.00	\$	0.	.00
	Other (Specify)	\$	0.00	\$	0.	.00
	Total	\$ <u>4</u>	,501,000.00	\$	4,501,000.	.00
	Answer also in Appendix, Column 3, if filing under ULOE.					
2.	Enter the number of accredited and non-accredited investors who have purchased securities in this offering and the aggregate dollar amounts of their purchases. For offerings under Rule 504, indicate the number of persons who have purchased securities and the aggregate dollar amount of their purchases on the total lines. Enter "0" if answer is "none" or "zero."					
		_	Number nvestors		Aggregate ollar Amou of Purchase	ınt
	Accredited Investors	_	19	\$	4,501,000	<u>.00</u>
	Non-accredited Investors	_	0	\$	0	.00
	Total (for filings under Rule 504 only)		0	\$		_0
	Answer also in Appendix, Column 4, if filing under ULOE.					
3.	If this filing is for an offering under Rule 504 or 505, enter the information requested for all securities sold by the issuer, to date, in offerings of the types indicated, in the twelve $(12)$ months prior to the sale of securities in this offering. Classify securities by type listed in Part $C$ – Question 1.					
	Type of offering		Гуре of Security	D	ollar Amou Sold	ınt
	Rule 505	_		\$		_
	Regulation A			\$	<u> </u>	
	Rule 504	_		\$		
	Total	_		\$		
4.	a. Furnish a statement of all expenses in connection with the issuance and distribution of the securities in this offering. Exclude amounts relating solely to origination expenses of the issuer. The information may be given as subject to future contingencies. If the amount of an expenditure is not known, furnish an estimate and check the box to the left of the estimate.					
	Transfer Agent's Fees			9	<u> </u>	
	Printing and Engraving Costs	••••		\$	<u> </u>	
	Legal Fees		🛛	9	160,000	.00
	Accounting Fees		🗆	9	S	
	Engineering Fees			9	S	
	Sales Commissions (specify finders' fees separately)			9	S	
	Other Expenses (identify)			9	 S	
	Total			9	160,000	.00

	C. OFFERING PRICE, NUM	BER OF INVESTORS, EXPEN	NSES A	ND USE OF	PF	ROCEEDS
	b. Enter the difference between the aggress Question 1 and total expenses furnished in is the "adjusted gross proceeds to the issue	response to Part C - Question 4.a. This	s differenc			\$ <u>4,341,000.00</u>
5.	Indicate below the amount of the adjusted used for each of the purposes shown. If the estimate and check the box to the left of the equal the adjusted gross proceeds to the is above.					
				Payments to		
				Officers, Directors, & Affiliates		Payments To Others
	Salaries and fees			\$		\$
	Purchase of real estate			\$		\$
	Purchase, rental or leasing and installa	ition of machinery and equipment		\$		\$
	Construction or leasing of plant buildi	ngs and facilities		\$		\$
	offering that may be used in exchange	ding the value of securities involved in t for the assets or securities of another is	suer	Ф	<b>5</b> 7	<b></b>
	•					\$_4,341,000.00
	• •		_			\$
	Working capital			\$		\$
	Other (specify)			\$		\$
			🗆	\$		\$
						\$_4,341,000.00
	Total Payments Listed (column totals	added)		$\boxtimes$	\$	4,341,000.00
		D. FEDERAL SIGNATURE	E			
fol	e issuer has duly caused this notice to be sig owing signature constitutes an undertaking uest of its staff, the information furnished b	by the issuer to furnish to the U.S. Sec	curities ar	nd Exchange Co	omm	ission, upon written
Iss	uer (Print or Type)	Signature		Date		
	Wood Resources LLC	Coude It /		April 11, 20	003	
Na	me of Signer (Print or Type)	Title of Signer (Print or Type)		l		
	Andrew M. Bursky	Manager		<u>-</u>	-	

# **ATTENTION**

Intentional misstatements or omissions of fact constitute federal criminal violations. (See 18 U.S.C. 1001.)

_	E. STATE SIGNATURE		
1.	Is any party described in 17 CFR 230.262 presently subject to any of the disqualification provisions of such rule?  See Appendix, Column 5, for state response.	Yes	No ⊠

- 2. The undersigned issuer hereby undertakes to furnish to any state administrator of any state in which this notice is filed, a notice on Form D (17 CFR 239.500) at such times as required by state law.
- 3. The undersigned issuer hereby undertakes to furnish to the state administrators, upon written request, information furnished by the issuer to offerees.
- 4. The undersigned issuer represents that the issuer is familiar with the conditions that must be satisfied to be entitled to the Uniform Limited Offering Exemption (ULOE) of the state in which this notice is filed and understands that the issuer claiming the availability of this exemption has the burden of establishing that these conditions have been satisfied.

The issuer has read this notification and knows the contents to be true and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person.

Issuer (Print or Type) Wood Resources LLC	Signature  Signature	Date April 11, 2003
Name (Print or Type) Andrew M. Bursky	Title (Print or Type)  Manager	

#### Instruction:

Print the name and title of the signing representative under his signature for the state portion of this form. One copy of every notice on Form D must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

## APPENDIX

							1			
1	:	2	3			4		Disqual	5 lification	
	<b>T</b>	Intend to sell to Type of security							r State	
		to sell to   credited	Type of security and aggregate						if yes,	
		tors in	offering price		Type of	investor and			ation of	
]		ate	offered in state	red in state amount purchased in State				waiver	granted)	
	(Part B	-Item 1)	(Part C-Item 1)			C-Item 2)		(Part E-Item 1)		
				Number of		Number of				
State	Yes	No	Common and Preferred Units	Accredited Investors	Amount	Non-Accredited Investors	Amount	Yes	No	
AL	163	$\boxtimes$	\$1,000,000.00		\$100,000		Amvuut		$\boxtimes$	
AK			\$2,000,000	-	<del></del>	·				
AZ			_							
AR										
CA										
CO										
СТ			\$3,000,000.00	4	1,767,500	0				
DE										
DC					•					
FL			\$1,000,000.00	1	\$250,000	0			$\boxtimes$	
_GA			\$1,000,000.00	1	\$50,000	0				
HI										
ID										
IL										
IN			\$1,000,000.00	2	\$175,000	0				
IA										
KS										
KY										
LA										
ME										
MD										
MA										
MI							<b></b>			
MN							<u> </u>			
MS							<u> </u>			
MO		$\boxtimes$	\$1,000,000.00	1	\$50,000	0	1			

1	<del></del>	2	3	4				:	5
	Intend to sell to non-accredited investors in State (Part B-Item 1)		Type of security and aggregate offering price offered in state (Part C-Item 1)			under ULOE att explan waiver	lification r State (if yes, ach ation of granted) -Item 1)		
			Common and	Number of Accredited					
State	Yes	No	Preferred Units	Investors	Amount	Non-Accredited Investors	Amount	Yes	No
MT									
NE									
NV									
NH									
NJ									
NM									
NY		$\boxtimes$	\$3,000,000.00	6	1,757,500	0			$\boxtimes$
NC									
ND									
ОН									
ок									
OR		$\boxtimes$	\$1,000,000.00	1	\$200,000	0			$\square$
PA									
RI									
SC									
SD									
TN									
TX		$\boxtimes$	\$1,000,000.00	1	\$50,000	0			$\boxtimes$
UT							·		
VT									
VA									
WA									
WV									
WI									
WY									
PR									

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